

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, *et al.*,

Case No. 05-44481 (RDD)
Chapter 11 Case

Debtors. *(Jointly Administered)*

**RESPONSE TO DEBTORS' THIRD OMNIBUS OBJECTION
TO CERTAIN CLAIMS SUBJECT TO MODIFICATION
AND MOTION TO ESTIMATE CONTINGENT AND UN-LIQUIDATED CLAIM**

1. Alliance Precision Plastics Corporation ("Alliance"), duly and timely filed its proof of claim in this case on July 27, 2006 (the "Alliance Claim").
2. The Alliance Claim asserts a secured claim against the Debtors in the principal sum of \$37,451.44 for injection molded plastic parts ordered by the Debtors from Alliance prior to the Petition Date and for which payment had not been made by the Debtors as of the Petition Date and which amounts remain outstanding.
3. The Alliance Claim was asserted as a secured claim by virtue of Alliance's possession of various molds and related equipment generically known in the trade as "tooling", used to manufacture the parts ordered by the Debtors. The Debtors may or may not have an interest in the tooling as Alliance acquired it in the context of a Section 363 sale in an unrelated bankruptcy. To the extent the Debtors have an interest in the tooling, then the Alliance Claim is secured by virtue of its possession of the tooling under Section 150 of the New York Lien Law.
4. The Debtors' Motion seeks to reduce the Alliance Claim to the sum of \$2,971.15 and treat it as a general unsecured claim.

5. The documentation supporting the Alliance Claim is annexed as exhibits to the Alliance Claim previously filed with the Court.

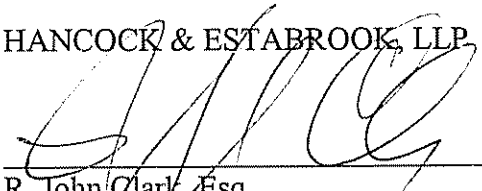
6. Based upon the foregoing, the Motion should be denied as to the Alliance Claim.

WHEREFORE, Alliance Precision Plastics Corporation respectfully requests that the Court enter an Order denying the Motion as to its claim, and for such other and further relief as may be just and proper.

DATED: November 17, 2006

By: _____

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